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FEDERAL COMMUNICATIONS COMMISSION  
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January 29, 1998

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Federal Communication Commission  
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Washington, D.C. 20554

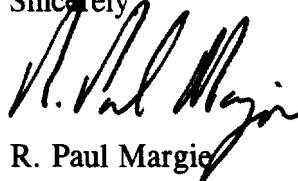
Re: Applications of WorldCom, Inc. and MCI Communications Corporation for  
Transfer of Control of MCI Communications Corporation to WorldCom, Inc.  
CC Docket No. 97-211

Dear Secretary Salas:

On behalf of GTE Service Corporation, its affiliated telecommunications companies and  
GTE Internetworking, please find the original signature page of the Declaration of John T.  
Curran. GTE filed a fax version of the Declaration with its Response on January 26th.

If you have any questions regarding this submission, please do not hesitate to contact me.

Sincerely



R. Paul Margie

Enclosure

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**Before the  
FEDERAL COMMUNICATIONS COMMISSION  
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**JAN 29 1998**

**FEDERAL COMMUNICATIONS COMMISSION  
OFFICE OF THE SECRETARY**

In the Matter of	)	
	)	
Applications of WorldCom, Inc. and	)	
MCI Communications Corporation	)	CC Docket No. 97-211
for Transfer of Control of	)	
MCI Communications Corporation to	)	
WorldCom, Inc.	)	

**DECLARATION OF JOHN T. CURRAN**

1. I am the Chief Technical Officer for GTE Internetworking, formerly BBN. BBN was an early leader in the development of the Internet and the provision of Internet services. Currently, GTE Internetworking provides a host of Internet-related services and operates a national Internet backbone network. I have been closely involved in the development of the Internet since its commercialization and am personally familiar with both the technical and commercial aspects of the backbone business. I make this Declaration in support of GTE's response to various comments and petitions filed in connection with the proposed merger of MCI and WorldCom.

2. At its core, the operation of the Internet depends upon the interchange of traffic among numerous interconnected national backbone networks. This traffic interchange occurs on the basis of bilateral interconnection arrangements between pairs of backbones. The top national backbones interchange traffic with each other primarily at private interconnection points, and smaller backbones interchange traffic with each other and with larger backbones at public facilities known as Network Access Points, or "NAPs." The most utilized NAPs on the Internet

today are the "MAE" facilities, primarily MAE-East and MAE-West, which are owned and operated by MFS, which has been acquired by WorldCom.

3. Internet backbone operators compete with each other to provide backbone service to Internet service providers, Web sites, large businesses and other end users. At the same time, the backbones are also dependent upon each other for interconnection. The need to maintain adequate interconnection is particularly acute since the volume of traffic carried over the Internet is currently doubling every six months, which means that the capacity of most interconnection facilities between backbones also must double every six months.

4. None of the leading backbones at the present time could successfully operate without sufficient capacity access to all of the other leading national backbone networks. No single backbone network today is so much larger than the others in terms of traffic carried or destinations reached that it could refuse to support continual improvements in interconnection with the other top national backbones without jeopardizing its own business. Backbone operators today, therefore, have a strong incentive to cooperate with each other to maintain high capacity interconnection.

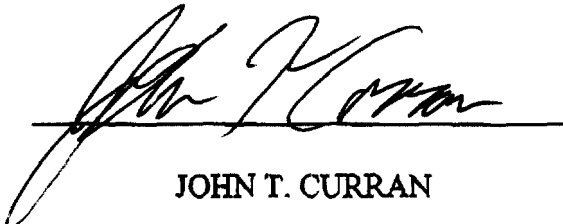
5. At the present time, the Internet is entering a critically important period in which the various backbone operators are starting to negotiate pricing and other terms and conditions for interconnection. These terms and conditions will likely establish the governing structure for the Internet industry for years into the future. It is particularly important in this process that no single backbone operator have dominant bargaining power and the ability to impose its own preferred, non-competitive terms and conditions for interconnection.

6. The proposed merger of MCI and WorldCom would combine the two largest

national backbone operators on the Internet. This merger would result in a single backbone that would dwarf any other in terms of destinations reached and traffic carried. The other backbone networks would be far more dependent upon the MCI-WorldCom backbone than it would be on them. Such a dominant backbone would likely no longer have the same incentive to maintain high-capacity interconnection with its competing backbones. It could delay the upgrade of interconnections between it and other backbones and could even affect the quality of interconnections between unrelated backbones at its MAE facilities. It would also likely have the bargaining power to impose its own preferred terms for interconnection.

7. The change in incentives and bargaining power likely to result from this merger would produce a serious disruption to the operation of the Internet. Such a disruption would have lasting effects because of the fact that the future terms for competition on the Internet are just now being determined through bargaining among all participants in the market.

I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge.



JOHN T. CURRAN

**CERTIFICATE OF SERVICE**

I hereby certify that on this 29th day of January, 1998, I caused copies of the foregoing

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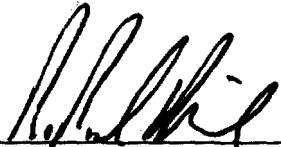
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